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FILED

AUG 24 1999

KEVIN E. O'BRIEN, CLERK
UNITED STATES
BANKRUPTCY COURT
FOR THE DISTRICT OF ARIZONA

7 IN THE UNITED STATES BANKRUPTCY COURT
8 FOR THE DISTRICT OF ARIZONA

9 In re:) Proceedings Under Chapter 11
10)
11 BCE WEST, L.P., et al.) (Case Nos. 98-12547 through
12) 98-12570-PHX-CGC)
13 Debtors.)
14) (Jointly Administered)
15)
16) **ORDER AWARDING SECOND INTERIM**
17) **COMPENSATION AND REIMBURSEMENT**
18) **OF COSTS OF HOULIHAN LOKEY**
19) **HOWARD & ZUKIN FOR THE PERIOD OF**
20) **FEBRUARY 1, 1999 THROUGH MAY 31,**
21) **1999**
22)
23)
24)
25)

20 Houlihan Lokey Howard & Zukin filed its "Second Application of Houlihan Lokey Howard & Zukin, Inc.
21 ("Houlihan Lokey") for Allowance of Interim Compensation and Reimbursement of Expenses Pursuant to
22 Sections 330 and 331 of the Bankruptcy Code" for the Period of February 1, 1999 through May 31, 1999
23 as Financial Advisor to the Official Committee of Unsecured Creditors on July 15, 1999. Due notice of
24 the application having been given, no objections having filed, and it having been determined that an
25 award of interim compensation is appropriate at this time, it is

ORDERED that Houlihan Lokey Howard & Zukin, Financial Advisor to the Official Committee
of Unsecured Creditors, is awarded the sum of \$350,000.00 as interim allowance for services rendered
and \$5,698.92 for expenses incurred with the representation of the Official Committee of the Unsecured

1 Creditors during the period February 1, 1999 through May 31, 1999. Such award to apply to the final fee
2 awarded herein.

3 IT IS FURTHER ORDERED the Debtors are directed to pay any balance due after deduction of
4 payments made pursuant to the "Order Establishing Procedure for Interim Compensation and
5 Reimbursement of Professionals" dated October 27, 1998.

6 DATED: _____

August 24, 1999

Charles G. Case II

10 Charles G. Case II

11 United States Bankruptcy Judge